LISTING OF THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

1-3 (canceled)

4. (withdrawn): A composite comprising

a fibrous face layer forming at least a portion of a top surface of the composite, wherein the face layer has a top surface and a bottom surface opposite the top surface, and wherein the fibrous face layer comprises a plurality of legs dependent from the fibrous face layer, and

an adhesive layer having a top surface that corresponds to the bottom surface of the fibrous face layer and is in direct contact with the bottom surface of the fibrous face layer, wherein the legs of the fibrous face layer are anchored in the adhesive layer,
wherein the adhesive layer is stitch-bonded with yarns and wherein said yarns form the fibrous face layer comprising a plurality of yarn underlaps.

5. (withdrawn) The composite of claim 4, wherein said yarns form a fibrous bottom surface comprising a plurality of yarn overlaps and the adhesive layer is disposed between the fibrous face surface and the fibrous bottom surface.

6. (withdrawn) The composite of claim 4, wherein the adhesive layer comprises a thermoplastic film that is post-activated to anchor the legs in the adhesive layer.

7. (withdrawn) The composite of claim 4, wherein the face layer is substantially fully covered with yearn underlaps.

8-38 (canceled)

39. (currently amended) A method for making a composite, the method comprising:

selecting a fibrous face layer comprising a plurality of fibers, wherein the face layer has a top surface and a bottom surface opposite the top surface, and wherein the face layer comprises a plurality of legs ~~dependent there from~~ made from a portion of the fibrous face layer and the legs are extending away from the top surface of the fibrous face layer;

placing an adhesive layer having a top surface and a bottom surface opposite the top surface, wherein the top surface of the adhesive layer is in direct contact with the bottom surface of the fibrous face layer; and

embedding the legs of the fibrous face layer in the adhesive layer a distance ~~sufficient~~ of about ¼ to about ¾ of the thickness of the fibrous face layer to anchor the face layer in the adhesive layer, and

presenting the top surface of the fibrous face layer as a top surface of the composite.

40. (original) The method of claim 39, further comprising needle punching the face layer to produce the plurality of legs, the plurality of legs comprising a plurality of free fiber ends at the bottom surface.

41. (original) The method of claim 39, further comprising spunlacing the face layer to produce the plurality of legs, the plurality of legs comprising a plurality of free fiber ends at the bottom surface.

42. (original) The method of claim 39, wherein the step of embedding the adhesive layer comprises:

activating the adhesive layer; and

applying pressure to the top surface of the face layer.

43. (original) The method of claim 39, wherein the step of embedding the adhesive layer comprises needle punching the plurality of legs into the adhesive layer.

44. (currently amended) The method of claim 39, further comprising placing a backing layer in direct contact with the bottom surface of the adhesive layer such that the adhesive layer is disposed between the backing layer and the face layer ~~and embedding the adhesive layer into the backing~~.

45. (original) The method of claim 44, wherein the step of embedding the adhesive layer comprises needle punching the plurality of legs completely through the adhesive layer and into the backing.

46. (original) The method of claim 39, wherein the step of selecting a face layer comprises selecting a stitching substrate comprising the plurality of fibers, stitch bonding the substrate using a shrinkable yarn, and shrinking the yarn to produce a gathered fabric structure to form the plurality of legs corresponding the undulating loops of the gathered fabric structure.

47. (original) The method of claim 46, wherein the adhesive layer is a shrinkable adhesive layer that is attached to the substrate before stitchbonding and shrinking.

48. (currently amended) The method of claim 39, wherein the step of selecting a face layer comprises selecting a fibrous substrate ~~containing the plurality of fibers~~, placing a shrinkable substrate in contact with the fibrous substrate, bonding the fibrous substrate to the shrinkable substrate at a plurality of discrete locations and shrinking the shrinkable layer to form a gathered fabric structure to form the plurality of legs corresponding the undulating loops of the gathered fabric structure.

49. (canceled)

50. (original) The method of claim 39, wherein the face layer comprises a knit face layer and the method further comprises cutting the bottom surface of the face layer to produce the plurality of legs.

51. (original) The method of claim 50, further comprising stabilizing the top surface of the face layer before cutting the bottom surface.

52. (original) The method of claim 39, wherein the face layer comprises a woven face layer and the method further comprises cutting the bottom surface of the face layer to produce the plurality of legs.

53. (original) The method of claim 52, further comprising stabilizing the top surface of the face layer before cutting the bottom surface.

54. (original) The method of claim 39, further comprising embossing the composite with a 3-dimensional face texture.

55. (new) The method of claim 39 further comprising the step of using the composite as a wall or floor covering.